

## **Byelaws of Clyde Regional Scout Council**

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### **Preamble**

These Byelaws have been enacted by the Regional Executive Committee of Clyde Regional Scout Council for the regulation of its procedures and to facilitate the management of the affairs of the Regional Scout Council (RSC).

Any changes in the Byelaws shall be approved by the Regional Executive Committee and reported to the next Annual General Meeting of the RSC.

These Byelaws were approved at a meeting of the Regional Executive Committee held on 23 April 2008 and updated on 25 March 2009, 27 October 2010, 18 September 2013 & 18 November 2015.

### **Committees**

In addition to the RSC and the Regional Executive Committee, the following sub-Committees will normally operate in the Region and other short term Forums or sub-Committees may, from time to time be agreed upon by the Regional Executive Committee or by the Business Committee:

- Business Committee
- Regional Team Meeting
- District Commissioners Meeting
- General Purposes sub-Committee
- Appointments Advisory Committee
- Auchengillan Board
- Avondyke Committee
- Scout Shop Board

### **Contact Information**

Further information on the work of Clyde Regional Scout Council is available from the Regional Office which can be contacted during normal working hours as follows:

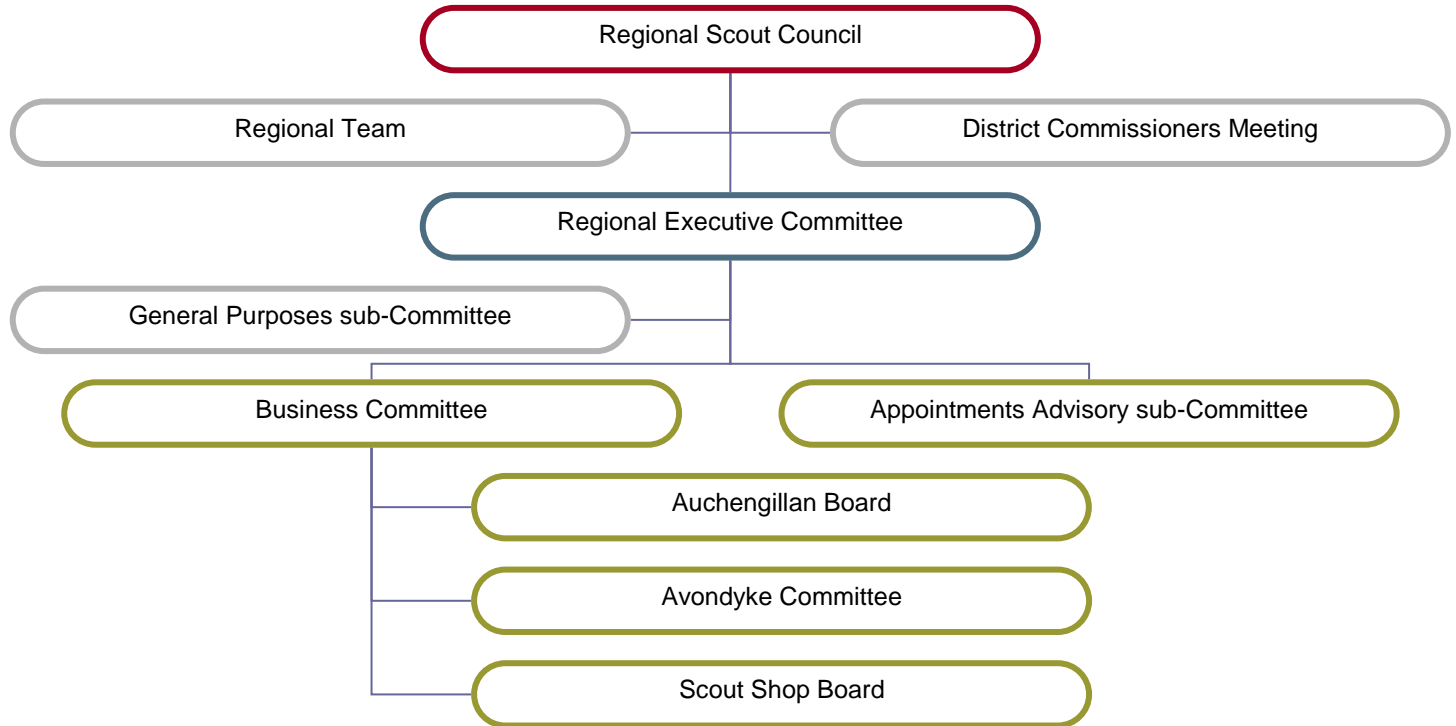
Clyde Regional Scout Council, 21 Elmbank Street, Glasgow, G2 4PB

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# Byelaws of Clyde Regional Scout Council

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## Committee Structure:



### 1. Arrangements for Meetings of Committees & sub-Committees

- (a) Members of staff who are employed by the RSC, may, at the written invitation of both the Regional Commissioner & Regional Chair attend meetings of the RSC or the Regional Executive Committee to contribute to discussion in connection with their area of responsibility. Members of staff will not be allowed to vote on any matter at any meeting.
- (b) At meetings of the RSC, a quorum shall consist of 20 members present in person.
- (c) The quorum at meetings of the Regional Executive Committee shall be 6 and the Regional Executive Committee shall set the quorum for meetings of its sub-committees, as contained within these Byelaws.
- (d) In meetings of the RSC, the Regional Executive Committee and its sub-Committees only members of such Council, Committee and sub-Committees may vote, respectively.
- (e) The Regional Executive Committee shall normally meet on not less than four occasions each year. Not less than five days' notice of all meetings of the Regional Executive Committee and its sub-Committees specifying the venue, date and time of the meeting and stating the general nature of the business to be transacted shall be given to each member of the Committee or sub-Committee, by post or electronically, as appropriate. The accidental omission to give notice of a meeting to or the non-receipt of notice by any members shall not invalidate the proceedings at any meetings, including meetings of the RSC.
- (f) No business shall be transacted at any meeting other than the business of which notice has been given unless in particular circumstances the Chair of the meeting decides otherwise. The Chair of a meeting shall have power to rule that any motion first made at the meeting be treated as a notice of motion only in which case: (a) the motion shall not be discussed or put at the meeting at which it is first made but explanations may be given at the discretion of the Chair of the meeting who will thereafter rule that notice of the motion has been duly given, (b) full details of the motion shall be circulated to members as soon as is practicable after the meeting at which notice of the motion has been given; and (c) the motion shall be placed on the Agenda for the first suitable meeting after the meeting at which notice of the motion has been given.
- (g) In addition to its Annual General Meeting, the RSC may also hold Ordinary Meetings, to facilitate good relations between the Region, Districts and Groups.
- (h) Details of the two named representatives of each District Scout Council in the Region and details of those District Youth Representatives who are members of The Scottish Council The Scout Association should be supplied to the Regional Secretary at least thirty days before the Annual General Meeting of the RSC.
- (i) Notices of motion for consideration at any meeting of the RSC or the Regional Executive Committee may be submitted by any member of such Council or Committee or by resolution of a District Scout Council or District Executive Committee at least ten working days before the meeting at which they are to be considered.
- (j) The Chair of a meeting shall be the sole judge of points of order and his/her decision thereon shall be final.
- (k) At the discretion of the Chair of the meeting, on the proposal of a voting member of the Committee, with the support of at least half of those present, a meeting of the RSC, the Regional Executive Committee or any Sub Committee may be adjourned to allow for the business of the meeting to be fully considered at a future date and time to be set.
- (l) Minutes shall be kept of the proceedings of all meetings and the Regional Secretary shall be the custodian of all Minutes. Members of the RSC shall have the right to inspect and take extracts from any of the Minutes of meetings of the Council, the Executive Committee and its sub-Committees, with the exception of the General Purposes Sub-Committee's Private Staffing Minute Book (PSMB) and the Regional Secretary shall make suitable arrangements to make them available for this purpose.

(m) Requests for inspection of the General Purposes Sub-Committee's PSMB should be made to the Regional Chair who will decide whether or not such requests are reasonable and should be granted.

(n) All committees and sub-committees (with the exception of the District Commissioners meeting) shall have two full, voting members aged 18 to 24 (the General Purposes sub-Committee due to its size shall have 1); normally these will be members of the Executive committee. However, when there are not enough members of Executive Committee aged 18 to 24 to fulfil this commitment (or the time commitment is considered by them to be too onerous) the Chairs of the committees should co-opt members to fill the vacancies.

### 2. Liability of Trustees

The voting members of the REC are the RSC's Trustees. Provided that Trustees do not commit an act of personal negligence that would expose the charity to risk, the Trustees will be covered by the Trustee Liability Insurance Policy that is effected by The Scout Association.

### 3. Election of Members of the Regional Executive Committee

Six Members of the RSC to be elected to the Regional Executive Committee shall be elected as follows:

- Elected members shall serve for a period of one year, taking office immediately after the AGM at which their election is announced, and hold office until the conclusion of the next year's AGM.
- Election shall be by postal or online ballot of members of the RSC.
- Any adult holding an appointment in the Region, aged 18 or over, with his/her consent, may be nominated for election to the Executive Committee by either self nominating or by being nominated by either their District Commissioner or District Chair.
- Nomination forms for election shall be available at least sixty days prior to the date fixed for the Annual General Meeting and they shall be returned to the Secretary of the Council at least thirty days prior to the date fixed for the Annual General Meeting.
- Incomplete/invalid nomination forms and all nomination forms received after the closing date referred to above shall be rejected. Where possible, incomplete/invalid nomination forms will be returned for amendment, if they can be resubmitted before the closing date.
- Where more than six valid nomination forms are received, a voting form containing the names of candidates, accompanied by such biographical details of the candidates and information about their sponsors as the Regional Executive Committee shall from time to time decide, shall be sent to members of the RSC at least thirty days prior to the date fixed for the Annual General Meeting.
- Completed voting forms shall be returned to the Secretary of the Council at least 48 hours prior to the date fixed for the Annual General Meeting.
- The six nominees receiving the highest number of votes shall be elected and the result of any ballot shall be announced at the Annual General Meeting.
- The Regional Executive Committee shall appoint two members of the RSC (who shall not be current members of the Executive Committee or nominated to serve as an Elected Member of the Executive Committee) or two members of Scout Council staff to act as scrutineers responsible for the conduct of the election.

### 4. Remit and Membership of Business Committee

The Business Committee exists to support the operation of the Scout Council's affairs with delegated responsibility from the Regional Executive Committee to oversee the management of Avondyke Training Centre, Auchengillan Outdoor Centre and The Glasgow Scout Shop. The Committee has particular responsibility for:

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- monitoring the management accounts of the Scout Council;
- the approval of an annual budget encompassing all areas of the Scout Council's operations;
- putting in place adequate insurance to protect the Scout Council;
- agreeing a programme of fundraising;
- supporting the work of the Avondyke Board, Auchengillan Board & Scout Shop Board;
- approving and monitoring the operational initiatives of any projects supporting the development of Scouting in the Region; &
- Any other work that may be delegated to it by the Regional Executive Committee.

The Chair of the Business Committee shall be appointed annually by the Regional Executive Committee and will be an appointed member of the Regional Executive Committee

The Committee shall meet on such dates and at such times as are consistent with the proper conduct of its business and to enable any appropriate wider policy implications to be timeously considered by the Regional Executive Committee. The Committee shall normally meet on not less than six occasions each year.

The Business Committee shall consist of:

*Appointed members:* the Chair of the Business Committee, three members of the Regional Executive Committee

*Ex officio members:* the Regional Chair, Regional Vice Chair, Regional Commissioner, Regional Secretary, Regional Treasurer, the Chairs of the Avondyke Committee, Auchengillan Board & Scout Shop Board,

*Co-opted members:* such individuals as may be required to conduct the business of the Committee.

*Invited members:* the Scout Shop Manager and the Auchengillan Manager (or their substitutes), and other such volunteers or members of staff as the Chair of the Committee may from time to time request.. **Invited Members do not have a vote**

There must be two members aged 18 to 24, if not fulfilled by the normal committee membership detailed above the Chair of the committee should co-opt members to fill these roles. The quorum for meetings of the Committee is six Members eligible to vote and must include at least the Chair of the Business Committee, the Regional Chair or the Regional Vice Chair.

### 5. Remit & Membership of the Regional Team Meeting

The Regional Team Meeting exists to support the Regional Commissioner and the District Commissioners in supporting Scouting across the Region by:

- reviewing the progress, standards and effectiveness of Scout programmes in the Region;
- planning a programme of visits to Districts to give support and encouragement to Leaders and Commissioners ;
- planning the provision of Adult Training;
- planning any public relations campaigns;
- planning and monitor development initiatives;
- planning a programme of support for Explorer Scouts and Scout Network;
- securing the support of Scout Active Support Units in the work of the Region; and

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- keeping the Regional Executive Committee advised of the financial requirements in respect of adult training, development, communications and other programme and development related support in the Region.

The Committee shall meet on such dates and at such times as are consistent with the proper conduct of its business and to enable any appropriate financial or wider policy implications to be timeously considered by the Business Committee and/or the Regional Executive Committee as appropriate. The Committee shall normally meet on not less than two occasions each year.

The Committee may from time to time set up short term working groups for the purpose of organising support related events or activities or to provide support for a specific area of work.

The Regional Team Meeting shall consist of:

*Ex-officio members:* The Regional Commissioner, The Regional Chair, The Regional Vice Chair Deputy Regional Commissioners, Assistant Regional Commissioners for Adult Training, Communications, Development, Section Support, Explorer Scouts & Scout Network, Regional Advisers for Activities, Duke of Edinburgh's Award, Scout Active Support, International, Special Needs, Safeguarding Awareness Co-ordinator, the PR & Development Officer & the Local Development Officer (where that appointment currently exists).

The Regional Commissioner is the Chair of the Committee.

There must be two members aged 18 to 24, if not fulfilled by the normal committee membership detailed above the Chair of the committee should co-opt members to fill these roles. The quorum for meetings of the Committee is five Members eligible to vote.

### 6. Remit & Membership of District Commissioners Meeting

The District Commissioners Meeting exists to provide support to District Commissioners in fulfilling the responsibilities of their role and is particularly responsible for:

- ensuring that an annual plan of development and support activities exists to support Scouting in Groups, Districts and the Region;
- reviewing and recommend modification of support structures as necessary;
- maximising potential public relations and media opportunities for Clyde Scouting;
- supporting the work of District Executive Committees as required; &
- providing such other support as Districts may require.

The Committee shall meet on such dates and at such times as are consistent with the proper conduct of its business and to enable any appropriate financial or wider policy implications to be timeously considered by the Business Committee and/or the Regional Executive Committee as appropriate. The Committee shall normally meet on not less than four occasions each year.

The Committee may from time to time set up short term working groups for the purpose of organising support related events or activities or to provide support for a specific area of work.

The District Commissioners Meeting shall consist of:

*Ex-officio members:* The Regional Commissioner, Deputy Regional Commissioners, The Regional Chair District Commissioners and the PR & Development Officer

The Regional Commissioner is the Chair of the Committee.

*Invited members:* Such other members of the Regional Team as may from time to time be necessary.

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The quorum for meetings of the Committee is five Members eligible to vote.

### 7. Remit & Membership of the General Purposes sub-Committee

The General Purposes sub-Committee is a sub-Committee of the Regional Executive Committee (REC).

The General Purposes sub-Committee is empowered to make urgent decisions on behalf of the REC or the Business Committee when these cannot reasonably or prudently be delayed until the next meeting of the REC or Business Committee and do not warrant the calling of a special meeting. Before taking any decision, members of the REC or the Business Committee will be advised of the circumstances surrounding the requirement to take an urgent decision by email and any decision taken under these powers shall be reported by Minute to the next meeting of the REC or Business Committee. These powers do not extend to any matter involving a change in current policy or where there is doubt about change in current policy. Any such matter, however urgent, must be referred to the REC or Business Committee as appropriate.

The General Purposes sub-Committee is responsible for, and is empowered to make decisions in connection with, all matters pertaining to the employment of staff in the service of the Scout Council and shall maintain a confidential Private Staffing Minute Book in which shall be recorded decisions relative to salaries, pensions, other benefits, grievances and disciplinary matters and such like. Members of the Regional Executive Committee may, with the approval of the Regional Chair, have access to the confidential Private Staffing Minute Book. The employment and any termination of employment of the Regional Secretary shall be subject to confirmation by the Regional Executive Committee.

The General Purposes sub-Committee shall meet on such dates and at such times as are consistent with the requirements of the proper conduct of its business as may be determined necessary by the Regional Chair and the Regional Commissioner or either of them. Not less than 48 hours notice of all meetings of the General Purposes sub-Committee shall be given to all members of the Committee. If so agreed by all members, rather than convene a meeting to transact business, business may be transacted by e-mail and recorded in a written resolution signed by all members entitled to vote, recording the decision taken by the General Purposes sub-Committee.

The Chair of meetings of the General Purposes sub-Committee shall, subject to approval annually by the Regional Executive Committee, be the Regional Chair, whom failing the Regional Vice Chair, whom failing such other persons as the General Purposes sub-Committee shall from time to time appoint from its membership. The Secretary of the General Purposes sub-Committee shall be the Regional Secretary, who shall take a Minute of each meeting of the Committee. The Regional Secretary shall be excluded from consideration of any business at any meeting of the Committee where matters related to his/her employment are to be considered, and in that event, the Chair of the meeting shall prepare the Minute of that meeting, or that part of that meeting, as the case may be.

The General Purposes sub-Committee shall consist of:

*Ex officio Members:* The Regional Commissioner, The Regional Chair and The Chair of the Business Committee

and, subject to approval annually by the Regional Executive Committee,

*Appointed Members:* The Regional Vice Chair, The Regional Treasurer and The Regional Secretary *who shall have no vote if they are a paid employee*, at least one of whom should be between the ages of 18 to 24 years old. If none of the office bearers are in that age range, a suitable young person from the Regional Executive Committee should be identified as an additional member.

The quorum for meetings of the General Purposes sub-Committee is three Members eligible to vote, one of whom shall be the Regional Chair or the Regional Commissioner.

### 8. Remit & Membership of the Appointments Advisory Sub-Committee

The Appointments Advisory Sub-Committee is a mandatory sub-Committee of the Regional Executive Committee (REC), which is responsible for:

- determining the suitability of an individual for a volunteer appointment in a Regional role or for the role of District Commissioner or Deputy District Commissioner;
- meeting candidates to assess that the applicant (a) accepts the values and policies of the Association and (b) is suitable to carry out the role;
- considering applications for change of appointment at a Regional level and assesses if the applicant is suitable to carry out the role;
- administering the review process for those volunteer adults that it is responsible for appointing;
- considering the continuation of suspension of an adult from a Regional role or from the role of District Commissioner or Deputy District Commissioner and advising the Regional Commissioner accordingly (the original decision to suspend an adult does not involve the Appointment Advisory Committee);
- cancelling appointments (especially considering together with the Regional Commissioner the recorded reason for cancellation); and
- supporting the Regional Commissioner in the resolution of disagreements between adults.

The Committee shall meet on such dates and at such times as are consistent with the proper conduct of its business and to enable, where necessary, the approval of any appointment to be considered by the Business Committee on behalf of Regional Executive Committee.

The Appointments Advisory Committee shall consist of:

*Appointed members:* The Chair of the Appointments Advisory Committee who shall be appointed annually by the Regional Executive Committee (REC) and not more than six persons appointed annually by the REC, at least two of whom should be members of the REC and two of whom should be between the aged of 18 to 24 years old and no more than three of whom will be asked to attend any one meeting.

*Invited members:* The Regional Secretary who shall be the Secretary of the Committee.

The quorum for meetings of the Appointments Advisory Committee is normally three members eligible to vote. In exceptional circumstances, subject to the Chair's approval, this can be reduced to two, provided the 18 to 24 year old member is present.

### 9. Remit & Membership of the Auchengillan Board

The Auchengillan Board is a sub-Committee of the Business Committee and is responsible to the latter for supporting the Centre Manager at Auchengillan Outdoor Centre to:

- promote opportunities for safe outdoor activity, education, personal development and training for members of The Scout Association and other young people;
- develop the range and quality of activities, educational and personal development opportunities, training experiences and event packages for Centre users to facilitate increased usage and a strengthening of the customer base; and
- strive to ensure that facilities are developed, and improved so as to position Auchengillan Outdoor Centre as a centre of excellence for Scouting programmes in particular and outdoor education and training in general.



The Board will do this by assisting the Centre Manager in:

- developing and monitoring a marketing and promotion strategy for Auchengillan Outdoor Centre;
- reviewing the operational management of the Auchengillan Outdoor Centre and contributing towards its future planning, development and financial management;
- preparing proposals and/or reports for consideration by the Business Committee for development and improvement of all aspects of Auchengillan Outdoor Centre, including those relating to developments / refurbishments of a capital nature;
- monitoring and reviewing the trading performance of the Auchengillan Outdoor Centre, including proposals for the annual review of the scale of charges, subject to approval by the Business Committee;
- monitoring staffing arrangements and staff training arrangements; and
- preparation of the annual budget for the Auchengillan Outdoor Centre, for the approval of the Business Committee.

Without prejudice to the powers of the Business Committee, the Auchengillan Board is empowered to make decisions on behalf of the Business Committee on all matters within its remit *excepting*:

- any capital or revenue expenditures outwith approved annual budgets;
- matters involving any change in current policy or where there is a doubt about change in current policy.

The Auchengillan Board shall meet on such dates and at such times as are consistent with the requirements of the proper conduct of its business and appropriate to the meetings cycle of the Business Committee and it will normally meet on at least four occasions each year.

The Chair of the Auchengillan Board shall be appointed annually by the Regional Executive Committee and will be an ex-officio member of the Business Committee. The Secretary of the Auchengillan Board shall be appointed by the Board and shall take a Minute of each meeting of the Board.

The Auchengillan Board shall consist of

*Ex officio members:* The Regional Commissioner, the Regional Chair, the Regional Vice Chair & the Chair of the Business Committee

*Appointed members:* Not more than eight persons appointed annually by the Regional Executive Committee, including a person representative of regular Scouting users of Auchengillan Outdoor Centre and at least one elected member of the Regional Executive Committee.

*Invited members:* **The Centre Manager and the Assistant Centre Manager.** Other staff of the RSC may be invited from time to time, as the Chair of the Auchengillan Board shall determine. Invited Members do not have a vote.

There must be two members aged 18 to 24, if not fulfilled by the normal committee membership detailed above the Chair of the committee should co-opt members to fill these roles. The quorum for meetings of the Auchengillan Board is four members eligible to vote.

### 10. Remit & Membership of the Avondyke Committee

The Avondyke Committee is a sub-Committee of the Business Committee and is responsible to the latter for the efficient running of Avondyke Training Centre as follows:

- promote opportunities for safe outdoor activity, education, personal development and training for members of The Scout Association and other young people;

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- develop the range and quality of activities, educational and personal development opportunities, training experiences and event packages for Centre users to facilitate increased usage and a strengthening of the customer base; and
- strive to ensure that facilities are developed, and improved so as to position Avondyke Training Centre as a centre of excellence for Scouting programmes in particular and outdoor education and training in general.

The Committee will do this by:

- developing and monitoring a marketing and promotion strategy for Avondyke Training Centre;
- reviewing the operational management of the Avondyke Training Centre and contributing towards its future planning, development and financial management;
- preparing proposals and/or reports for consideration by the Business Committee for development and improvement of all aspects of Avondyke Training Centre, including those relating to developments / refurbishments of a capital nature;
- monitoring and reviewing the trading performance of Avondyke Training Centre, including proposals for the annual review of the scale of charges, subject to approval by the Business Committee;
- monitoring staffing arrangements and staff training arrangements; and
- preparation of the annual budget for the Avondyke Training Centre, for the approval of the Business Committee.

Without prejudice to the powers of the Business Committee, the Avondyke Committee is empowered to make decisions on behalf of the Business Committee on all matters within its remit *excepting*:

- any capital or revenue expenditures outwith approved annual budgets;
- matters involving any change in current policy or where there is a doubt about change in current policy.

The Avondyke Committee shall meet on such dates and at such times as are consistent with the requirements of the proper conduct of its business and appropriate to the meetings cycle of the Business Committee and it will normally meet on at least two occasions each year.

The Chair of the Avondyke Committee shall be appointed annually by the Regional Executive Committee and will be an ex-officio member of the Business Committee. The Secretary of the Avondyke Committee shall be appointed by the Committee and shall take a Minute of each meeting.

The Avondyke Committee shall consist of:

*Ex officio members:* The Regional Commissioner, the Regional Chair, the Regional Vice Chair & the Chair of the Business Committee.

*Appointed members:* Not more than fifteen persons appointed annually by the Regional Executive Committee, including a person representative of regular Scouting users of Avondyke Training Centre and at least one elected member of the Regional Executive Committee.

*Invited members:* Staff and volunteers of the RSC may be invited from time to time, as the Chair of the Avondyke Committee shall determine. Invited Members do not have a vote.

There must be two members aged 18 to 24, if not fulfilled by the normal committee membership detailed above the Chair of the committee should co-opt members to fill these roles. The quorum for meetings of the Avondyke Committee is four members eligible to vote.

### 12. Membership & Remit of Scout Shop Board

The Scout Shop Board is a sub-Committee of the Business Committee and is responsible to the latter for supporting the Scout Shop manager by assisting him/her in

- developing and monitoring a marketing and promotion strategy for The Glasgow Scout Shop;
- reviewing the operational management of The Glasgow Scout Shop, and contributing towards its future planning, development and financial management;
- preparing proposals and/or reports for consideration by the Business Committee for the development and improvement of all aspects of The Glasgow Scout Shop, including those relating to developments /refurbishments of a capital nature;
- monitoring and reviewing the trading performance of The Glasgow Scout Shop;
- monitoring staffing arrangements and staff training arrangements; and
- preparation of the annual budget for The Glasgow Scout Shop.

Without prejudice to the powers of the Business Committee, the Scout Shop Board is empowered to make decisions on behalf of the Business Committee on all matters within its remit excepting:

- any capital or revenue expenditures outwith approved annual budgets; and
- matters involving any change in current policy or where there is a doubt about change in current policy.

The Scout Shop Board shall meet on such dates and at such times as are consistent with the requirements of the proper conduct of its business and appropriate to the meetings cycle of the Business Committee and it will normally meet on at least four occasions each year.

The Chair of the Scout Shop Board shall be appointed annually by the Regional Executive Committee and the Chair (or his/her duly appointed substitute) shall be an ex-officio member of the Business Committee. The Secretary of the Scout Shop Board shall be appointed by the Committee and shall take a Minute of each meeting of the Committee.

The Scout Shop Board shall consist of:

*Ex-officio members:* The Regional Commissioner, the Regional Chair, & the Chair of the Business Committee, .

*Appointed Members:* Not more than five persons appointed annually by the Regional Executive Committee, including a person representative of regular Scouting users of The Glasgow Scout Shop.

*Invited Members:* The Scout Shop Manager and Sales Supervisor. Other staff and volunteers of the RSC may be invited from time to time. Invited Members do not have a vote.

There must be two members aged 18 to 24, if not fulfilled by the normal committee membership detailed above the Chair of the committee should co-opt members to fill these roles. The quorum for meetings of the Scout Shop Board is four members eligible to vote.

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